

DECLARATION OF JIMMY FLYNT, II

I, Jimmy Flynt, II, declare as follows:

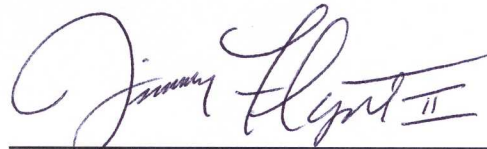
1. I am a party to this action. The facts set forth herein are of my own personal knowledge and if sworn I could and would testify competently thereto.

2. I have read the Order of Permanent Injunction and understand it to mean by Paragraph 3 that I must transfer every domain name under my control which contains the word "flynt." Attached hereto as Exhibit "A" is a list of the domains names that fall into that category.

3. I have never used most of the domains in Exhibit A in connection with any active website. They were merely registered with a domain name service company. The only domain names that were ever connected to an active website were the following: "flyntdistribution.com", "flyntcorp.com", "flyntnation.com", and "flyntinteractive.com".

4. I currently have plans to engage in business in the future in non-adult themed goods and services and wish to use some of the domain names that I have registered in so doing.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct and that this Declaration was executed on January 25, 2010, at Lexington, Kentucky.



Jimmy Flynt, II